

TENNESSEE REGULATORY AUTHORITY

Pat Miller, Chairman
Deborah Taylor Tate, Director
Sara Kyle, Director
Ron Jones, Director



460 James Robertson Parkway
Nashville, Tennessee 37243-0505

December 21, 2004

Mr. Jonathan S Marashlian
The Helein Law Group, LLC
8180 Greensboro Drive, Suite 700
McLean, Virginia 22102

Re: Joint Petition of United American Technology, Inc. and PromiseVision Technology, Inc.
for Approval of Transfer of Customer Base.
Our Docket No. 04-00431

Dear Mr. Marashlian,

In order to more fully analyze the above-referenced transaction between United American Technology, Inc. (UAT) and PromiseVision Technology, Inc. (PV), the Staff of the Tennessee Regulatory Authority will require more information. Please provide the information requested below. Consider this as Data Request No 1. A rapid response will enable the Staff to review your petition more expeditiously. Please provide your responses by January 7, 2004.

1. Have the petitioners filed a similar petition with the FCC? If so, provide the FCC file or docket number?
2. Provide the results or disposition of any filings with other state regulatory agencies.
3. Assuming UAT receives approval for its CCN, please explain the statement on page 2 of the petition that states, "*UAT will manage PV's assets pursuant to a Management Agreement.*" Does this mean that UAT will not actually own PV's assets?
4. Does PV intend to keep its CCN in Tennessee?
5. Confirm that customer rates will not change as a result of this transaction and that UAT will operate under its name with no change of services or rates. Also provide new tariff sheets under the UAT name immediately after approval and before transfer of customers.
6. Provide a copy of the customer letter you plan on sending out at least 30 days prior to the transfer of the customers. It must be approved by the Authority prior to consideration of the petition to verify that all customer requirements are met.

7. Are any other assets of PV being purchased by UAT?
8. Provide an organization chart of the company after the transaction is complete.
9. Has UAT been certified by the Tennessee Secretary of State? Provide copy of the certification.
10. Provide the most current, audited income statement, balance sheet and statement of cash flow for UAT
11. Will local management personnel of PV be employed? If not, provide evidence that UAT's personnel and executives possess sufficient managerial, financial and technical expertise to provide telecommunications services.

If you have any questions or comments, please call David McClanahan at 615-741-2904, ext 177. Please respond by sending an original and 13 copies to:

Ms Sharla Dillon, Docket Room Manager
460 James Robertson Parkway
Nashville, TN 37243-0505

Sincerely,

*Aster Adams / with permission
DA*

Aster Adams, Chief
Competitive Markets & Policy Division

C. Mr Pat Miller, Chairman
Ms Sharla Dillon, Docket Room Manager

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